

Exhibit I

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:)	Chapter 11
)	Case Nos. 01-1139 through 01-1200 (JKF)
W.R. GRACE & CO., et al.,)	(Jointly Administered)
)	
Debtors,)	
)	
OFFICIAL COMMITTEE OF)	
ASBESTOS PERSONAL INJURY)	
CLAIMANTS, et al.,)	
)	
Plaintiffs,)	
)	
- against-)	Adv. No. 02-2210
)	[LEAD DOCKET]
SEALED AIR CORPORATION)	
and CRYOVAC, INC.,)	
)	
Defendants.)	
)	
OFFICIAL COMMITTEE OF)	
ASBESTOS PERSONAL INJURY)	
CLAIMANTS, et al.,)	
)	Adv. No. 02-2211
Plaintiffs,)	
)	
- against-)	
)	
FRESENIUS MEDICAL CARE,)	
HOLDINGS, INC., et al.,)	<u>This Document Pertains to Adv. No. 02-2210</u>
)	
Defendants.)	
)	

Objection Deadline: May 24, 2004 at 4:00 p.m.
Hearing Date: TBD only if necessary

**SUMMARY APPLICATION OF KIRKLAND & ELLIS LLP FOR COMPENSATION
FOR SERVICES AND REIMBURSEMENT OF EXPENSES AS BANKRUPTCY
COUNSEL TO W. R. GRACE & CO., ET AL., FOR THE MONTHLY INTERIM
PERIOD, FROM MARCH 1, 2004 THROUGH MARCH 31, 2004**

Name of Applicant: Kirkland & Ellis LLP

Authorized to Provide Professional Services to: W. R. Grace & Co., et al., Debtors and
Debtors-in-Possession

Date of Retention: Retention Order entered May 3, 2001,
effective as of April 2, 2001

Period for which compensation and reimbursement
is sought: March 1, 2004, through March 31,
2004

Amount of Compensation sought as actual,
reasonable and necessary: \$3,775.00

Amount of Expense Reimbursement sought as actual,
reasonable and necessary: \$0.95

This is a X monthly ___ interim ___ final application.

This application is submitted in accordance with the order of this Court, dated
July 10, 2002.

The following applications have been filed previously in these fraudulent conveyance proceedings:

Date Filed	Period Covered	Requested Fees	Requested Expenses	Approved Fees	Approved Expenses
August 8, 2002	6/1 – 6/30/03	\$312,859.50	\$8,190.80	\$250,287.60	\$8,190.80
October 2, 2002	7/1 – 7/31/02	\$510,439.50	\$20,999.68	\$408,351.60	\$20,999.68
October 3, 2002	8/1 – 8/31/02	\$642,293.00	\$25,776.96	\$513,834.40	\$25,776.96
October 30, 2002	9/1 – 9/30/02	\$616,189.00	\$153,949.87	\$492,951.20	\$153,949.87
November 27, 2002	June – September, 2002	\$2,081,781.00	\$208,917.31	Pending	Pending
December 6, 2002	10/1 – 10/31/02	\$169,288.50	\$56,363.97	\$135,430.80	\$56,363.97
January 13, 2003	11/1 – 11/30/02	\$137,002.00	\$25,796.30	\$109,601.60	\$25,796.30
January 30, 2003	12/1 – 12/31/02	\$25,927.50	\$6,270.27	\$20,742.00	\$6,270.27
March 4, 2003	October – December, 2002	\$332,218.00	\$88,430.54	Pending	Pending
March 4, 2003	1/1 – 1/31/03	\$48,491.00	\$14,561.75	\$38,792.80	\$14,561.75
April 2, 2003	2/1 – 2/28/03	\$43,920.50	\$1,766.17	\$35,136.40	\$1,766.17
April 29, 2003	3/1 – 3/31/03	\$38,680.50	\$166.77	\$30,944.40	\$166.77
May 15, 2003	January – March, 2003	\$131,092.00	\$16,494.69	Pending	Pending
June 3, 2003	4/1 – 4/30/03	\$8,340.00	\$2,293.06	\$6,672.00	\$2,293.06
July 11, 2003	5/1 – 5/31/03	\$27,139.50	\$1,632.51	\$21,711.60	\$1,632.51
July 31, 2003	6/1 – 6/30/03	\$18,806.00	\$12.08	\$15,044.80	\$12.08
August 27, 2003	April – June, 2003	\$54,285.50	\$3,937.65	Pending	Pending
September 5, 2003	7/1 – 7/31/03	\$3,918.50	\$176.05	\$3,134.80	\$176.05
October 1, 2003	8/1 – 8/31/03	\$4,133.50	\$55.77	\$3,306.80	\$55.77
November 6, 2003	9/1 – 9/30/03	\$3,776.50	\$90.09	\$3,021.20	\$90.09
November 26, 2003	10/1 – 10/31/03	\$1,112.50	\$152.65	\$890.00	\$152.65
December 29, 2003	11/1 – 11/30/03	\$3,013.50	\$46.45	\$2,410.80	\$46.45
February 2, 2004	12/1 – 12/31/03	\$5,880.00	\$116.94	\$4,704.00	\$116.94
March 3, 2004	1/1 – 1/31/04	\$4,034.50	\$140.19	\$3,227.60	\$140.19
April 2, 2004	2/1 – 2/29/04	\$4,353.00	\$0.00	\$3,482.40	\$0.00

The K&E attorneys who rendered professional services in these cases during the Fee Period are:

Name of Professional Person	Position with the Applicant	Number of Years as an Attorney	Department	Hourly Billing Rate	Total Billed Hours	Total Compensation
Janet S Baer	Partner	22 Years	Bankruptcy	\$655.00	0.50	\$327.50
Todd F Maynes	Partner	16 Years	Taxation	\$665.00	4.50	\$2,992.50
Total for Attorneys					5.00	\$3,320.00

The paraprofessionals of K&E who rendered professional services in these cases during the Fee Period are:

Name of Professional Person	Position with the Applicant	Number of Years in that Position	Department	Hourly Billing Rate	Total Billed Hours	Total Compensation
Rosaline Langley	Project Assistant	7 Months	Bankruptcy	\$130.00	3.50	\$455.00
Total for Paraprofessionals					3.50	\$455.00

Grand Total for Fees: \$3,775.00
Grand Total for Hours: 8.50
Blended Rate: \$444.12

Compensation by Matter

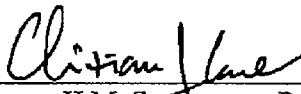
Matter Number	Matter	Total Hours	Total Fees Requested
48	Fraudulent Conveyance Adv. Proceeding	8.50	\$3,775.00
	Total	8.50	\$3,775.00

WHEREFORE, K&E respectfully requests that (a) an allowance be made to it, as fully described above for (i) 80% of the amount of **\$3,775.00** for reasonable and necessary professional services K&E has rendered to the Debtors during the Fee Period (**\$3,020.00**) and (ii) 100% of the reimbursement of actual and necessary costs and expenses incurred by K&E during the Fee Period (**\$0.95**); (b) that the fees are payable as administrative expenses of the Debtors' estates; and (c) this Court grant such further relief as is equitable and just.

Wilmington, Delaware
Dated: April __, 2004

Respectfully submitted,

KIRKLAND & ELLIS LLP



James H.M. Spradregen, P.C.
James W. Kapp III
Christian J. Lane
200 East Randolph Drive
Chicago, Illinois 60601
(312) 861-2000

EXHIBIT A

Matter 48 – Fraudulent Conveyance Adversary Proceeding – Fees

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
3/02/2004	Rosaline Langley	1.00	Prepare summary charts for February monthly fee application.
3/22/2004	Rosaline Langley	1.50	Prepare fee application and exhibits for the month of February.
3/23/2004	Rosaline Langley	1.00	Review February fee application.
3/25/2004	Janet S Baer	.20	Conference re Fresenius issue.
3/25/2004	Todd F Maynes, P.C.	2.00	Review of Fresenius agreement (1.5); telephone calls re same (.5).
3/26/2004	Todd F Maynes, P.C.	1.00	Review of Fresenius agreement.
3/28/2004	Janet S Baer	.30	Review communications on Fresenias tax/settlement issues.
3/29/2004	Todd F Maynes, P.C.	1.00	Emails and telephone calls re status of Fresenius agreement.
3/30/2004	Todd F Maynes, P.C.	.50	Emails re bankruptcy cost issues.
	Total hours:	8.50	

EXHIBIT B

Matter 48 – Fraudulent Conveyance Adversary Proceedings – Expenses

<u>Description</u>	<u>Amount</u>
Standard Copies	\$0.80
Scanned Images	\$0.15
Total	\$0.95

Matter 48 – Fraudulent Conveyance Adversary Proceedings – Itemized Expenses

<u>Date</u>	<u>Amount</u>	<u>Description</u>
3/16/04	0.60	Standard Copies
3/30/04	0.20	Standard Copies
3/30/04	0.15	Scanned Images
Total:	0.95	

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FOR THE DISTRICT OF DELAWARE

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- against-)	
)	
FRESENTIUS MEDICAL CARE,)	
HOLDINGS, INC., et al.,)	
)	
Defendants.)	
)	

AFFIDAVIT OF SERVICE

STATE OF DELAWARE)
)SS
COUNTY OF NEW CASTLE)

Patricia E. Cuniff, being duly sworn according to law, deposes and says that she is

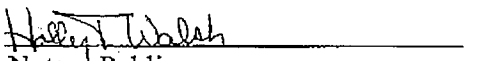
employed by the law firm of Pachulski, Stang, Ziehl, Young, Jones & Weintraub P.C., co-counsel for the Debtors, in the above-captioned action, and that on the 3rd day of May, 2004 she caused a copy of the following document(s) to be served upon the attached service list(s) in the manner indicated:

1. SUMMARY APPLICATION OF KIRKLAND & ELLIS LLP FOR COMPENSATION FOR SERVICES AND REIMBURSEMENT OF EXPENSES AS BANKRUPTCY COUNSEL TO W. R. GRACE & CO., ET AL., FOR THE MONTHLY INTERIM PERIOD, FROM MARCH 1, 2004, THROUGH MARCH 31, 2004, FOR THE QUARTER OF JANUARY – MARCH, 2004.

Dated: May 3, 2004


Patricia E. Cuniff

Sworn to and subscribed before
me this 3rd day of May, 2004


Notary Public
My Commission Expires: 02/11/06

Grace Fee Application Service List

Case Number: 01-1139 (JKF)

Document Number: 45804

01 – Hand Delivery

02 – Federal Express

14 - E-Mail

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